

**IN THE UNITED STATES DISTRICT COURT
WESTERN DISTRICT OF PENNSYLVANIA**

MYLAN INC., MYLAN
PHARMACEUTICALS INC., MYLAN
TECHNOLOGIES, INC. and MYLAN
SPECIALTY LP,

Plaintiffs,

v.

KIRKLAND & ELLIS LLP,

Defendant.

**[PROPOSED] STIPULATION AND
ORDER**

2:15-CV-00581-JFC

WHEREAS on May 1, 2015, Mylan Inc., Mylan Pharmaceuticals Inc., Mylan Technologies, Inc., and Mylan Specialty LP (together, the “Mylan Plaintiffs”) filed a complaint and a motion for preliminary injunction against defendant Kirkland & Ellis (“K&E”) in the Court of Common Pleas of Washington County, Pennsylvania, alleging that K&E should be disqualified from representing Teva Pharmaceutical Industries Ltd. (“Teva”) in connection with Teva’s proposed acquisition of Mylan N.V. (the “Transaction”);;

WHEREAS on May 4, 2015, K&E removed the matter to this Court;

WHEREAS on May 7, 2015, the Mylan Plaintiffs renewed their motion for preliminary injunction in this Court;

WHEREAS the motion for preliminary injunction was referred by this Court to Magistrate Judge Lenihan;

WHEREAS on June 9, 2015, K&E filed an answer to the complaint denying all allegations;

WHEREAS on June 9, 2015, Magistrate Judge Lenihan issued a Report and Recommendation (the “Report and Recommendation”) recommending that the Mylan Plaintiffs’ motion for preliminary injunction be granted;

WHEREAS K&E objected to the Report and Recommendation, and the Mylan Plaintiffs asked that the Report and Recommendation be adopted, and the parties briefed their respective positions for this Court;

WHEREAS K&E represented to this Court in its objections that: (i) K&E had ceased advising Teva regarding the Transaction or otherwise supporting Teva’s efforts to acquire Mylan N.V.; (ii) K&E would have no further role in the Transaction and has not communicated with – and will not communicate with – Teva’s successor counsel regarding the Transaction; and (iii) K&E has not shared, and will not share, any confidential information K&E received from any of the Mylan Plaintiffs with Teva or any other entity or person (other than K&E’s outside counsel and insurer in this matter);

WHEREAS Teva has publicly announced that it is no longer pursuing the Transaction; and

WHEREAS in light of the above, the parties have conferred, and have consented to the entry of the contents of this ORDER,

NOW THEREFORE, upon consideration of the foregoing, it is hereby:

ORDERED as follows:

1. Based on the foregoing representations to this Court made by K&E, which the Court accepts and deems to be part of this Order, as well as the public announcement of Teva, the motion for preliminary injunction filed by the Mylan Plaintiffs is hereby dismissed as moot;
2. This case is hereby marked as administratively closed for a period of six months;

3. If no relief is sought by the Mylan Plaintiffs during the six-month administrative closure period based on an alleged violation of K&E's representations referenced above, the complaint will then be dismissed with prejudice, although the Mylan Plaintiffs shall have the right to raise any alleged violation by K&E of K&E's representations relied upon by this Order that occurs following dismissal.

Dated: August 4, 2015

STIPULATED TO BY:

/s/ William Pietragallo, II

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SO ORDERED:

BY THE COURT,

Dated: August 5, 2015

/s/ Joy Flowers Conti

Chief United States District Judge